

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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Chapter 11

In re :  
DELPHI CORPORATION, et al. : Case No. 05-44481 (RDD)  
Debtor : Jointly Administered

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WITHDRAWAL OF OBJECTION OF CREDITOR F&G TOOL & DIE CO. INC. TO  
MOTION FOR ORDER PURSUANT TO 11 U.S.C. §§105 (a) AND 502(c)  
ESTIMATING OR PROVISIONALLY ALLOWING CLAIM SOLELY FOR  
PURPOSES OF ADMINISTRATION OF DISCOUNT RIGHTS OFFERING TO  
EXTENT RELATING TO PROPOSED DISCOUNT RIGHTS OFFERING  
PARTICIPATION AMOUNT

Now comes Creditor F&G Tool & Die Co. Inc. ("F&G Tool") and hereby withdraws the Objection of Creditor F&G Tool & Die Co. Inc. to Motion for Order Pursuant to 11 U.S.C. §§105(a) and 502 (c) Estimating or Provisionally Allowing Claim Solely for Purposes of Administration of Discount Rights Offering filed by Debtors on December 28, 2007, which was filed on January 9, 2008.

F&G Tool is withdrawing its Objection as the parties have reached an agreement that F&G Tool shall be able to participate in the stock discount rights offering based upon the amount of \$144,434.01, which is the scheduled amount of F&G Tool's claim as contained in Debtors' Schedules.

Respectfully submitted,

/s/Paul H. Spaeth

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CERTIFICATE OF SERVICE

Undersigned counsel hereby certifies that a true and accurate copy of the foregoing Withdrawal of Objection of Creditor F&G Tool & Die Co. Inc. to Motion for Order Pursuant to 11 U.S.C. §§105(a) and 502 ( c ) Estimating or Provisionally Allowing Claim Solely for Purposes of Administration of Discount Rights Offering to Extent Relating to Proposed Discount Rights Offering Participation Amount was served electronically through the Court's electronic transmission facilities upon those parties receiving such service in this case and by ordinary United States mail service this 16<sup>th</sup> day of January, 2008 upon the following:

Honorable Robert D. Drain  
United States Bankruptcy Judge  
United States Bankruptcy Court  
for the Southern District of New York  
One Bowling Green, Room 610  
New York, New York 10004

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/s/Paul H. Spaeth

Paul H. Spaeth